

MEMO ENDORSED**Thacher
Proffitt**Thacher Proffitt & Wood LLP
Two World Financial Center
New York, NY 10281
212.912.7400

USDC SDNY DOCUMENT ELECTRONICALLY FILED DOC #: DATE FILED: <u>8/20/07</u>

Fax: 212.912.7751
www.tpw.comDirect Dial: 212.912.7417
JDoherty@tpw.com

August 10, 2007

BY HAND

The Honorable Denise Cote
 United States District Judge
 United States District Court for the Southern District of New York
 United States Courthouse
 500 Pearl Street, Room 1040
 New York, New York 10007-1312

Re: DB Structured Products, Inc. v. Maribella Mortgage, LLC 07 CV 4120 ←
DB Structured Products, Inc. v. Lancaster Mortgage Bankers, LLC 07 CV 4121

Dear Judge Cote:

Our firm is counsel to the Plaintiff in the two referenced actions pending before Your Honor. As requested at the August 3rd initial conference, we write regarding the membership interests in these defendant LLCs. Both of these defendants have defaulted by not serving an Answer.

With regard to Lancaster Mortgage Bankers, LLC ("Lancaster"), according to a copy of Lancaster's Operating Agreement dated from 2004 it appears that a minor membership interest may be held by an individual who resides in New York State (Plaintiff is also considered a citizen of New York). We are seeking to confirm that through Lancaster's attorneys and by contacting the individual directly. If we can confirm that is correct, we will immediately submit a proposed order to the Orders and Judgments Clerk requesting dismissal of the case against Lancaster. And conversely, if we confirm that information is outdated, we will promptly advise the Court. However, as Lancaster does not appear to be an operating concern, our efforts to determine the members of the LLC are decidedly more difficult.

With regard to Maribella Mortgage, LLC ("Maribella"), as of today we have been unable to obtain a copy of the LLC Operating Agreement or otherwise determine the members of Maribella. Although Plaintiff has received a copy of Maribella's Articles of Incorporation, that document does not include the identity of the members of Maribella. As the Court may be aware, LLC Operating Agreements are not normally publicly available, at least not in Minnesota where Maribella is organized. We have repeatedly tried to contact the incorporator of Maribella to

The Honorable Denise Cote
August 10, 2007

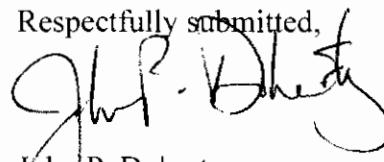
Page 2

obtain the requested information, Timothy R. Duncan, Esq. of Coleman, Hull & van Vliet PLLP in Minneapolis. Although we explained that this information was requested by the Court, he has not returned our calls.

Plaintiff has substantial claims against Lancaster and Maribella (approximately \$26 million in total). We believe it is unlikely that a member of Minnesota-based Maribella will be non-diverse, and we will confirm the current members of Lancaster as soon as possible. Plaintiff therefore requests a thirty day extension to conduct discovery into the membership interests of Lancaster and Maribella, to ensure that this Court has subject matter jurisdiction prior to applying for a default judgment.

If the Court has any questions, please do not hesitate to contact me at (212) 912-7417 or Brendan Zahner at (212) 912-7622.

Respectfully submitted,



John P. Doherty
JDoherty@tpw.com

*Order to show cause is
due September 28, returnable
October 19 at noon.*

*Granted. All correspondence
should reflect service. This
letter should promptly be
served on these defendants.*

*Denise Cote
August 20, 2007*